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STEVEN M. CHERNOFF +NOT ADMITTED IN D.C.

RECEIVED & INSPECTED

AUG 1 5 2002

FCC - MAILROOM

August 8, 2002

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Federal Communications Commission 1270 Fairfield Road Gettysburg, PA 17325-7245

> FCC Ownership Disclosure Information (Form 602) Re:

> > Panther Wireless, LLC

Dear Sir or Madam:

On behalf of Panther Wireless, LLC ("Panther"), enclosed is its FCC Ownership Disclosure Information (Form 602). Panther is filing the Form 602 as an applicant for a transfer of control.

If you have any questions with respect to this matter, please contact the undersigned.

Respectfully submitted,

Todd Slamowitz

Enclosure

AUG 0 9 2002

FCC 602 Main Form

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB 3060 – 0799 See instructions for

Public burden estimate Applicant / Licensee Information Last Name: suffix: 1) First Name (if individual): MI: 2) Applicant Name (if entity): 3) FCC Registration Number (FRN): Panther Wireless, LLC 0004-8843-91 Related FCC Regulated Businesses of Applicant I Licensee 4b) 4c) 4d) 4a) Name and address of all FCC Regulated Businesses Principal Business: FCC Registration Number (FRN): Percent of Interest Held: owned by Applicant/ Licensee (use additional sheets, if necessary) Signature 5) Typed or Printed Name of Party Authorized to Sign Suffix: MI: First Name Darla Last Name: Pomeroy Title: Vice President & Secretary Date: Signature: AUG 0 9 2002 Failure to Sign This Application May Result in Dismissal Of The Application And Forfeiture Of An

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 10, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).

FCC Ownership Disclosure Information for the **Wireless Telecommunications Services**

3060 - 0799 See instructions for

Approved by OMB

Public burden estimate Schedule for Disdosable Interest Holders

Disclosable interest Holder Information (complete as many as required to describe all disclosable interest holders)							
1) Disclosable Interest Holder's First Name (if in	ndividual)	MI:	Last	t Name:	suffix:		
Disdosable Interest Holder's Name (if entity): Cascade Wireless, LLC			3)	3) FCC Registration Number(FRN): 0005755905			
4) Disclosable Interest Holder's Address: 11400	SE 6 th , S	uite 100, Bellevue, WA	98004				
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (M) 7) Percent of Interest Held in Applicant: 100%						
Disclosable Interest Holder's Type of Owr (refer to instructions for list):	ership (0)	- Membership Interes	st	8) Disdosable Interest Citizenship:	Holder's Country of USA		
(X) Voting (X) Non-Voting					UJA		
9) Relationship Description (if the disdoseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cascade Wireless, LLC owns 100 percent of Applicant.							
Related FCC Regulated Businesses of Disc	losable Int	erest Holders (repeat fo	r each inte	rest holder identified)			
II a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary): IIb) Principal Business: FCC Registration Number (FRN): Percent of Interest Held:							
See Exhibit 1.							
Mark Control							

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disdosable Interest Holders

Approved by OMB 3060-0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (co	mplete as	many as required to describe	all o	disclosable interest holders)		
4) Disclosable Interest Holder's First Name (if individual).		Last	Last Name. suffix:			
Darla				Pomeroy		
2) Disclosable Interest Holders Name (if ent	ity):		5)	FCC Registration Number(FRN): NA		
4) Disclosable Interest Holders Address: 1519	Barley Mi	ill Road, Wilmington, DE 19	807			
•	·					
5) Type of Interest in Applicant (I)	6) Disclos	sable Interest Holder is a (n): (I)	10) Percent of Interest Held in Applicant:		
(refer to Instructions for list):	(refer to instructions for list of codes):			50% (Voting)*		
8) Disdosable Interest Holders Type of Ownership (0) — Membership Interest (refer to instructions for list):				 Disdosable Interest Holder's Countr Citizenship: 	y of	
(X) Voting				USA		
() Non-Voting						
'12) Relationship Description (if the disdoseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):						
Ms. Pomeroy will have a 50 percent voting interest in Cascade Wireless, LLC, which in turn, owns 100 percent of Applicant.					,	

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disdosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary).	IIb) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
Cascade Wireless, LLC 1700-10900 NE, 4" Bellevue, WA 98004	Telecommunications	0005755905	50% (Voting)
Lewis and Clark Communications, LLC P.O. Box 645, Medina, WA 98039	Telecommunications	0004521944	25.05% (Economic) 25.05% (Voting) • *
Skagit Wireless LLC 1519 Barley Mill Road, Wilmington, DE 19807	Telecommunications	0006538011	47.5% (Economic) 50% (Voting)
Ms. Pomeroy will also have an indirect 50% voting interest in all entities listed in Exhibit 1.			
The same of the sa			

Until FCC approval of Applicant's pending request for transfer of control, Mr. Wayne M. Perry will continue to indirectly hold 60% of the voting interest of Applicant by virtue of his interest in Cascade Wireless, LLC. Hence, Ms. Pomeroy's voting interest will not become effective until FCC approval and consummation of the transfer of control of Cascade Wireless, LLC and the Applicant.

^{**} Until FCC approval of Lewis and Clark's pending request for transfer of control, Mr. Wayne M. Perry will continue to hold 45.1% of the voting interest. Hence, Ms. Pomeroy's voting interest will not become effective until FCC approval and consummation of the transfer of control.

FCC 602 Schedule A

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

3060 - 0799See instructions for Public burden estimate

Approved by OMB

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)							
ndividual),	MI:	Last I	Name	suffix:			
			Adams				
2) Disclosable Interest Holder's Name (if entity):				3) FCC Registration Number(FRN): NA			
) Box 645,	Medina, WA 98039	•					
Disclosable Interest Holder is a (n): (I (refer to instructions for list of codes):			7) Percent of Interest Held in Applicant: 50% (Voting)				
8) Disclosable Interest Holder's Type of Ownership (0) – Membership Interest (refer to instructions for list): (X) Voting () Non-Voting			13) Disdosable Interest Holder's Country of Citizenship: USA				
ble interest	holder is an indirect owner list	noth of	f awarship from indirect awars to the ar	onlicant):			
	•	•	·	. ,			
ini. Adams will have a 50 percent voting interest in descade wholess, ELO, which in turn, owns 100 percent of Applicant.							
	ty): Box 645, 6) Disclos (refer	dividual), MI: Description Box 645, Medina, WA 98039 6) Disclosable Interest Holder is a (n): ((refer to instructions for list of codes): The ship (0) – Membership Interest ble interest holder is an indirect owner, list	ty): Box 645, Medina, WA 98039 6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes): mership (0) – Membership Interest 13)	dividual), MI: Last Name Adams Adams 3) FCC Registration Number(FRN): NA Box 645, Medina, WA 98039 6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes): 7) Percent of Interest Held in Application (Voting) mership (0) – Membership Interest 13) Disdosable Interest Holder's Country of			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

1 la)	llb)	llc)	lld)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:
Skagit Wireless, LLC 1519 Barley Mill Road, Wilmington, DE 19807	Telecommunications	0006538011	47.5% (Economic) 50% (Voting)
Lewis and Clark Communications, LLC P.O. Box 645, Medina, WA 98039	Telecommunications	0004521944	25.05% (Economic) 25.05% (Voting) **
Mr. Adams will also have an indirect 50% voting interest in all entities listed in Exhibit 1.			

Mr. Adams currently holds 40 percent of the voting interest in Applicant by virtue of his interest in Cascade Wireless, LLC, and will hold 50 percent of the voting interest in Applicant only upon FCC approval and consummation of the transfer of control of Cascade Wireless, LLC and the Applicant.

Mr. Adams currently holds 5 percent of the voting interest in Lewis and Clark, and will hold 25.05 percent of the voting interest in Lewis and Clark only upon FCC approval and consummation of the transfer of control. of Cascade.

FCC 602 Schedule A

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

Schedule for Disdosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last	Last Name:		Suffix:	
-		•					
2) Disdosable Interest Holder's Name (if e	• /		3) F	CC Registration Number(F	FRN): 00041220	032	
AT&T Wireless Services, Inc. ("AT&T V	Vireless")						
4) Disclosable Interest Holder's Address: 72	77 164 th Av	venue NE, Redmond,	WA 98052				
	a) = .		() () ()	7\ Damant of Internet	Lilaidia Annia		
5) Type of Interest in Applicant (I) (refer to Instructions for list):		sable Interest Holder is to instructions for list of					
				(2000)			
_8) Disdosable Interest Holder's Type of Ow	nership (0) - Membership Inter	est 8) D	isdosable Interest Holder's	Country of Cit	izenship:	
(refer to instructions for list):				SA			
() Voting							
(X) Non-Voting							
9) Relationship Description (if the disdosea			ner, list path o	of ownership from indirect of	owner to the ap	plicant):	
AT&T Wireless owns 85 percent eco	nomic inte	erest in Applicant.					
Polyte 4 500 Powelste 4 Positive and 6 Pice		((H-1)((
Related FCC Regulated Businesses of Disc		terest Holders (repeat t		IIc)	[]	d)	
Name and address of all FCC Regulated Busines owned by Disclosable Interest Holder listed in Iter or 2 (use additional sheets, if necessary):		Principal Business:	FCC Regi	stration Number (FRN):	Percent of I	nterest Held:	
See AT&T Wireless' FCC Form 602 on file	for						
the FCC regulated entities for which AT&	T						
Wireless' has a 10 percent or more ownersh interest.	nib						
* €							

Exhibit 1 - Related FCC Regulated Businesses - Cascade Wireless, LLC

N. P. A.I. C.F.CC. D. L. J.	D: : 1 D :	EDM	Develope of Leterate Held
Name & Address of FCC Regulated	Principal Business	FRN	Percent of Interest Held
Business owned by Applicant/Licensee THC of Houston, Inc.	Telecommunications	0000040777	1000/
11400 SE 6th Street, Suite 100	Telecommunications	0002049575	100%
Bellevue, WA 98004			
THC of Melbourne, Inc.	Telecommunications	0002049559	100%
11400 SE 6 th Street, Suite 100	Telecommunications	0002049559	100%
Bellevue, WA 98004			
THC of Orlando, Inc.	Telecommunications	0002049518	100%
11400 SE 6 th Street, Suite 100	Telecommunications	0002047310	10070
Bellevue, WA 98004			
THC of San Diego, Inc.	Telecommunications	0004645750	100%
11400 SE 6 th Street, Suite 100	Telecommunications	0001010100	100/0
Bellevue, WA 98004			
THC of Tampa, Inc.	Telecommunications	0002049534	100%
11400 SE 6th Street, Suite 100			
Bellevue, WA 98004			
Royal Wireless, LLC	Telecommunications	0004884540	100%
11400 SE 6 th Street, Suite 100			
Bellevue, WA 98004			
Zuma/Lubbock, Inc.	Telecommunications	0003571858	100%
11400 SE 6th Street, Suite 100			
Bellevue, WA 98004			
Zuma/Odessa, Inc.	Telecommunications	0003571874	100%
11400 SE 6th Street, Suite 100			
Bellevue, WA 98004			
Indiana Acquisition, LLC	Telecommunications	0003571981	100%
11400 SE 6th Street, Suite 100			
Bellevue, WA 98004			
ABC Wireless, LLC	Telecommunications	0002048908	100%
11400 SE 6th Street, Suite 100			
Bellevue, WA 98004			
Arnage Wireless, LLC	Telecommunications	0006864722	100%
11400 SE 6 th Street, Suite 100			
Bellevue, WA 98004	T		+4000/
Sabre Wireless, LLC	Telecommunications	0004884375	*100%
11400 SE 6th Street, Suite 100			
Bellevue, WA 98004 Panther Wireless, LLC	Telecommunications	0004884391	* 100%
11400 SE 6 th Street, Suite 100	1 elecommunications	0004004391	- 100%
Bellevue, WA 98004			
Wireless Acquisition, LLC	Telecommunications	0003571833	*100%
11400 SE 6 th Street, Suite 100	Telecommunications	0003371033	100 /0
Bellevue, WA 98004			
Lone Star Wireless, LLC	Telecommunications	0004643623	*100%
11400 SE 6 th Street, Suite 100		0001010000	100/0
Bellevue, WA 98004			
Southwest Wireless, LLC	Telecommunications	0004643656	* 100%
11400 SE 6th Street, Suite 100			100/0
Bellevue, WA 98004			
2010.00, 1111 /0001	1	l .	

^{*} Indirect Interest